



STEVEN A. THOMPSON
Executive Director

OKLAHOMA DEPARTMENT OF ENVIRONMENTAL QUALITY

MARY FALLIN
Governor

October 31, 2011

Gregg M. Sherrill
Tenneco
500 North Field Drive
Lake Forest, Illinois 60045

Re: Tenneco's Potential Responsibility for Environmental Issues at the Former Wilcox Oil Company, Bristow, Oklahoma

Dear Mr. Sherrill:

The Oklahoma Department of Environmental Quality (DEQ) is investigating a former oil refinery, which was known as Wilcox Oil Company (CERCLIS # OK0001010917) located in Bristow, Oklahoma. The property is being investigated by DEQ under the authority of the Comprehensive Environmental Response, Compensation, and Liability Act of 1980 (CERCLA), as amended by the Superfund Amendments and Reauthorization Act of 1986 (SARA), pursuant to a Cooperative Agreement (#V-96688701) with the U.S. Environmental Protection Agency (EPA). The purpose of these investigations is to collect sufficient information concerning conditions at the site to assess the extent of the threat the site poses to human health and the environment.

The DEQ has determined that the site was owned and operated as a refinery from approximately 1915 to 1963. The Wilcox Oil Company operated a crude oil refinery at the site from the 1920s to early 1960s. Available information indicates that the Wilcox Oil Company merged with Tenneco Oil Company in 1965.

The former Wilcox refinery site occupies approximately 125 acres and is located in the N/2, NW/4, Section 29, Township 16 North, Range 9 East and in SW/4, SW/4, Section 20, Township 16 North, Range 9 East, Indian Meridian, Creek County, Oklahoma. A large volume of visible waste is present at the site, especially in the process area and crude oil tank farm. Elevated levels of metals and organic compounds have been detected in surface soils and sediments. A church with a playground and six residences are located on the former refinery. Evidence suggests numerous children reside in each residence. Many of the homes have private wells on their property.

EPA Region 6 is moving towards preparation of a Hazard Ranking System (HRS) package for the site in order to support proposing the site to the National Priorities List. However, Region 6 has allowed DEQ an opportunity to contact the potentially responsible parties (PRPs) to discuss options available through the state's voluntary clean-up program.



Mr. Sherrill
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The DEQ would like to discuss the possibility of Tenneco entering our Voluntary Cleanup or Brownfields Program to address environmental contamination at the site. Enclosed is specific information indicating the location and ownership of the refinery and the connection to Tenneco.

Please contact me by December 1, 2011, to schedule a meeting to discuss this matter. You may reach me at (405) 702-5157 or amy.brittain@deq.ok.gov. Further information concerning DEQ's cleanup programs can be found on our website <http://www.deq.state.ok.us/lpdnew/index.htm>.

Sincerely,

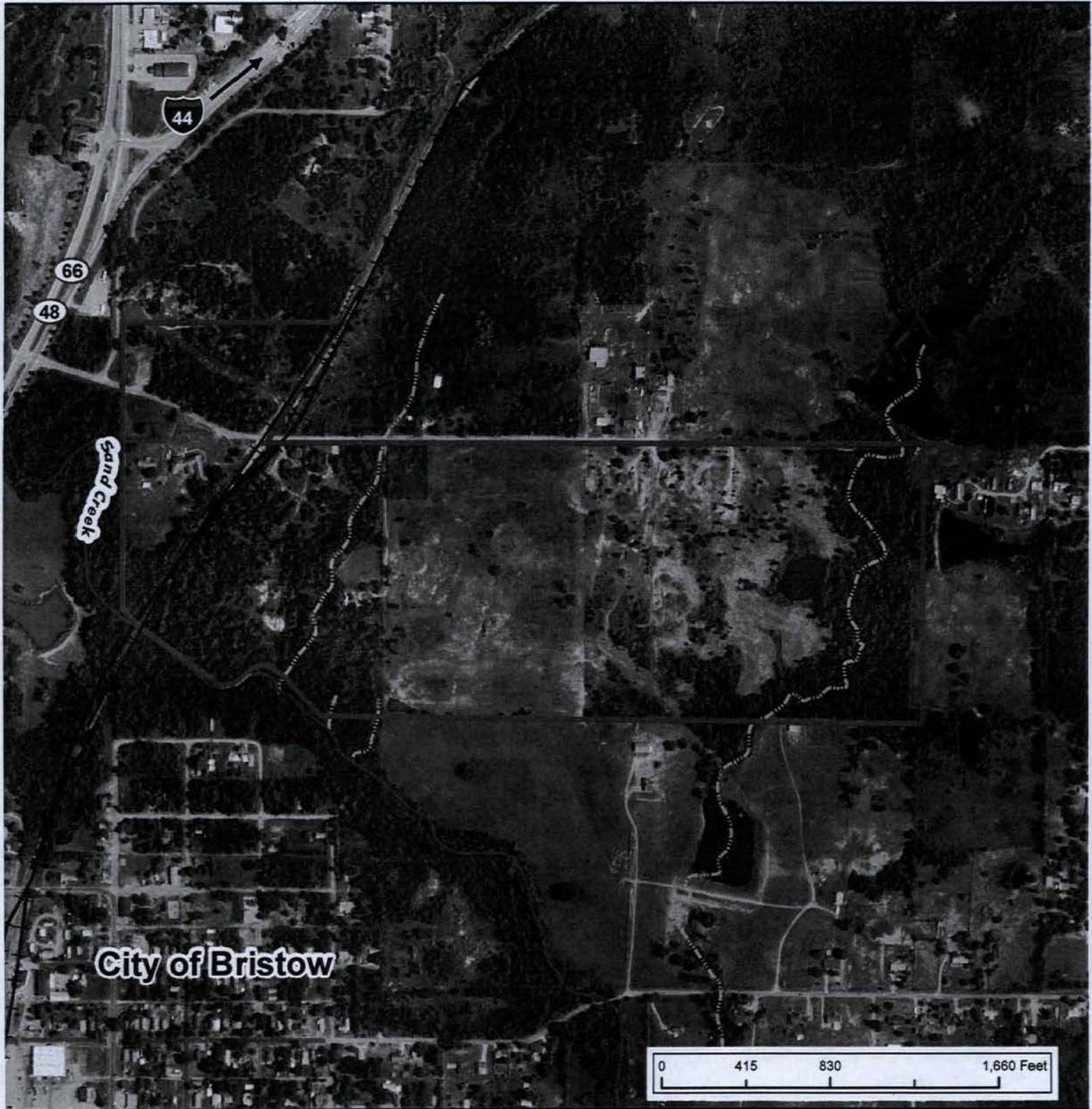


Amy Brittain
Environmental Programs Manager
Site Remediation Section
Land Protection Division

Enclosure

c. Ray Roberts, DEQ, VCP Section

Former Wilcox Oil Refinery, Creek County, Bristow, Oklahoma



Legend

- ★ Site Location
- Site Boundary
- Sand Creek
- - - Intermittent Stream



File 4469
Paid \$45
9-20-65

CONFORMED COPY

CERTIFICATE OF
OWNERSHIP AND MERGER
MERGING WILCOX OIL COMPANY
INTO TENNECO OIL COMPANY

SECRETARY OF STATE
FILED
SEP 20 1965
A.M.
7 8 9 10 11 12 1 2 3 4 5 6

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TENNECO OIL COMPANY, a corporation organized and existing under and by virtue of the General Corporation Laws of the State of Delaware, DOES HEREBY CERTIFY:

FIRST: That it is the owner of all the issued and outstanding stock of Wilcox Oil Company, a Delaware corporation.

SECOND: That, in accordance with the provisions of Title 8, Section 253 of The Delaware Code, the Board of Directors of Tenneco Oil Company, at a meeting duly convened and held on September 7, 1965, adopted the following resolutions to merge Wilcox Oil Company into Tenneco Oil Company:

"WHEREAS, Tenneco Oil Company owns all the issued and outstanding stock of Wilcox Oil Company, a Delaware corporation; and

WHEREAS, it is deemed desirable to merge Wilcox Oil Company into Tenneco Oil Company:

NOW, THEREFORE, BE IT

RESOLVED, that Tenneco Oil Company merge into itself, and it does hereby merge into itself, Wilcox Oil Company and assumes all of the liabilities and obligations of said Wilcox Oil Company; and further

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SUPERFUND DIV.
DIRECTOR'S OFFICE

RESOLVED, that the President, or a Vice President, and the Secretary, or Treasurer, or an Assistant Secretary, or an Assistant Treasurer, of this Company, be, and they hereby are, authorized and directed to make and execute, under the corporate seal of this Company, a Certificate of Ownership and Merger and to file and record the same in the State of Delaware pursuant to Title 8, Section 253 of The Delaware Code; and further

RESOLVED, that the officers of this Company be, and they hereby are, authorized to do all acts and things which may be necessary or proper to effect said merger and to transfer title of the properties of Wilcox Oil Company to Tenneco Oil Company."

IN WITNESS WHEREOF, said TENNECO OIL COMPANY has caused its corporate seal to be hereunto affixed and this Certificate to be signed by W. E. SCOTT, its President, and L. R. SPENCE, its Secretary, this 7th day of September, 1965.

TENNECO OIL COMPANY

By W. E. Scott
President

TENNECO OIL COMPANY
CORPORATE
SEAL
DELAWARE
1960

By L. R. Spence
Secretary

THE STATE OF TEXAS :
COUNTY OF HARRIS :

SS:

BE IT REMEMBERED that on this 7th day of September, 1965, personally came before me, a Notary Public in and for the County and State aforesaid, W. E. SCOTT, President of TENNECO OIL COMPANY, a corporation of the State of Delaware, the corporation described in and which executed the foregoing certificate, known to me personally to be such, and he, the said W. E. SCOTT, as such President, duly executed said Certificate before me and acknowledged the said Certificate to be his act and deed and the act and deed of said corporation; that the signatures of the said President and of the Secretary of said corporation to said foregoing Certificate are in the handwriting of the said President and Secretary of said corporation respectively, and that the seal affixed to said Certificate is the common or corporate seal of said corporation.

IN WITNESS WHEREOF, I have hereunto set my hand and seal of office the day and year aforesaid.

NOTARY PUBLIC
SEAL
County of Harris, Texas

Elizabeth M. Forsythe
Elizabeth M. Forsythe, Notary Public in
and for Harris County, Texas

My Commission Expires June 1, 1967.

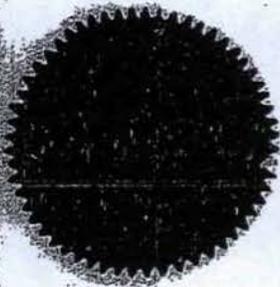
State of Delaware



Office of Secretary of State

J. Eliaha C. Dukes, Secretary of State of the State of Delaware,
do hereby certify that the above and foregoing is a true and correct copy of
Certificate of Ownership of the "TENNECO OIL COMPANY", merging the
"WILCOX OIL COMPANY", pursuant to Section 253 of the General
Corporation Law of the State of Delaware, as received and filed in
this office the ninth day of September, A.D. 1965, at 10 o'clock
A.M.

In Testimony Whereof, I have hereunto set my hand
and official seal at Dover this _____ tenth _____ day
of _____ September _____ in the year of our Lord
one thousand nine hundred and _____ sixty-five.



J. Eliaha C. Dukes

Secretary of State

J. F. Brown

Asst. Secretary of State

LAND PROTECTION DIVISION
CONTROL SHEET

Subject: Wilcox PRP Letter Program Code 583

Type of Letter: _____

Date Draft Submitted: 10/31/2011

Send Copies to: _____

| | Initials | Date |
|---|-----------|-------------------|
| 1. Typist | <u>AB</u> | <u>10/31/2011</u> |
| 2. Preparer (Add or mark through names listed below as appropriate for review of this letter) | <u>AB</u> | <u>10/31/2011</u> |

Letters to be submitted in draft (not on letterhead) form to the following:

| | | |
|--------------------------|-------------|-------------------|
| 3. Preparer's Supervisor | <u>Rita</u> | <u>PK 11/1/11</u> |
| 4. Compliance | _____ | _____ |
| 5. Attorney/Legal | _____ | _____ |
| 6. Clerical | _____ | _____ |
| 7. Signatory | _____ | _____ |
| 8. _____ | _____ | _____ |

Final letter (prepared on letterhead & ready for mailing) to be submitted to the following:

| | |
|--|-------|
| 1. Preparer (I have re-read this letter for content & quality) | _____ |
| 2. Data Entry (if applicable) | _____ |
| 3. Clerical <u>Chela</u> | _____ |
| 4. Preparer's Supervisor | _____ |
| 5. Signature | _____ |

Letter will be returned to clerical person for copying and mailing.

Date letter mailed/Initial: _____

Certified Mail # _____

(This control sheet is to be attached to file copy of **final letter** and placed in facility file.)